

RECORDATION NO. 19182-A FILED

MAR 23 '07 -8 4 5 AM

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WASHINGTON, D.C.

SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
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March 23, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Release of Chattel Mortgage and Security Agreement, dated as of March 22, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Chattel Mortgage and Security Agreement - O previously filed with the Board under Recordation Number 19182.

The name and address of the party to the enclosed document are:

Secured Party: Fifth Third Bank
(successor to Old Kent Bank)
233 South Wacker Drive, Suite 400
Chicago, Illinois 60606

[Debtor: Residual Based Finance Corporation
Three First National Plaza
Chicago Illinois 60602

Mr. Vernon A. Williams
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A description of the railroad equipment covered by the enclosed document is:

5 Locomotives: HBT 60 – HBT 64.

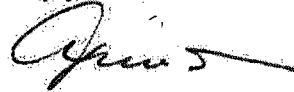
A short summary of the document to appear in the index is:

Release of Chattel Mortgage and Security Agreement.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

RELEASE OF CHATTEL MORTGAGE AND SECURITY AGREEMENT

The undersigned, FIFTH THIRD BANK (successor in interest to Old Kent Bank), Secured Party, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby terminates, releases and discharges its security interest in and to the following:

Five (5) General Motors build MP15DC locomotives bearing HBT reporting marks and numbered 60-64.

Such security interest was granted pursuant to that certain Chattel Mortgage and Security Agreement-O, dated as of January 19, 1995, in favor of the Secured Party and filed at the STB on January 19, 1995 as recordation # 19182

Dated on this 22 day of March 2007.

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FIFTH THIRD BANK

By: [Signature]

Title: VP

SURFACE TRANSPORTATION BOARD

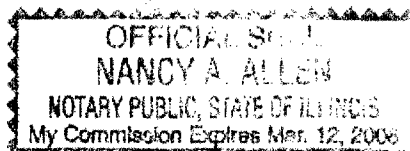
State of Illinois

) ss:

County of Cook

On this 22nd day of March, 2007, before me, personally appeared JEFFREY STEIGELMAN, to me personally known, who being by be duly sworn, says that he/she is an VICE PRESIDENT of Fifth Third Bank and that said instrument was signed on behalf of said Corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Signature]
Signature of Notary Public



My commission expires: 03/12/2008


Subscribed and sworn to me this 22nd day of March, 2007

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

3/23/07



Robert W. Alvord